

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

AMERICAN STOCK TRANSFER & TRUST
COMPANY, LLC, as Trustee,

Plaintiff,

- against -

SANOFI,

Defendant.

Civil Action No. 15 Civ. 8725

Oral Argument Requested

NOTICE OF PLAINTIFF'S MOTION FOR PARTIAL SUMMARY JUDGMENT

PLEASE TAKE NOTICE THAT upon the accompanying Memorandum of Law in Support of Plaintiff's Motion for Partial Summary Judgment, dated July 15, 2016, Declaration of Stacey J. Rappaport, dated July 15, 2016, and exhibits attached thereto, and Plaintiff's Local Rule 56.1 Statement of Facts in Support of Motion for Partial Summary Judgment, dated July 15, 2016, UMB Bank, N.A. ("UMB"), as successor Trustee to Plaintiff American Stock Transfer & Trust Company, LLC, the predecessor trustee, will, and hereby does, move this Court, before the Honorable George B. Daniels, United States District Judge, United States District Court for the Southern District of New York, Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, on August 17, 2016 at 10:30 a.m., for an order pursuant to Rule 56 of the Federal Rules of Civil Procedure granting Plaintiff's Motion for Partial Summary Judgment on Count IV of the Supplemental Complaint including the following relief:

- (A) Declaring that the CVR Agreement obligates Defendant Sanofi to pay the Trustee's reasonable attorneys' fees, disbursements, and expenses incurred in investigating and prosecuting the claims brought in the Action, costs of distribution of notices pursuant to the CVR Agreement, and any other Trustee's expenses;

- (B) Declaring that the CVR Agreement obligates Defendant Sanofi to pay the Trustee's reasonable attorneys' fees, disbursements, and expenses incurred in investigating and prosecuting the claims brought in the Action, costs of distribution of notices pursuant to the CVR Agreement, and any other Trustee's expenses upon request or demand;
- (C) Granting such further orders or relief to enforce or give effect to any award of declaratory relief to the Trustee, including but not limited to, an order awarding reasonable attorneys' fees, disbursements, and expenses in connection with the Action, costs of distribution of notices pursuant to the CVR Agreement, and any other Trustee's expenses; and
- (D) Granting any such other and further relief as the Court may deem just, equitable, and proper.

In accordance with the schedule set by the Court, Defendants' answering papers shall be filed and served on or before August 5, 2016; and Plaintiffs' reply papers shall be filed and served on or before August 15, 2016.

Dated: July 15, 2016
New York, New York

Respectfully submitted,

/s/ Stacey J. Rappaport

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